

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of

SC TXLINK, LLC

**Amended Application for Consent to Transfer
Control of a Company Holding a Blanket
Domestic Authorization Section 214
Authorization Pursuant to Section 214 of the
Communications Act of 1934, as Amended**

Docket No. 08-5

AMENDED APPLICATION FOR TRANSFER OF CONTROL

SC TxLink, LLC (hereafter "Company"), Matthew Simpson ("Transferor"), and Brian Cox ("Transferee") (collectively, the "Parties"), pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act")¹ and Section 63.04 of the Commission's Rules,² hereby request the Commission's consent to the transfer of control of the Company to Brian Cox.

Pursuant to Sections 63.04(a) of the Commission's Rules, the Parties set forth the following information in support of this Application:

- (1) The name, address, and telephone number of the Parties are as follows:

SC TxLink, LLC ("Company")
P.O. Box 2116
Red Oak, TX 75154
Telephone: (866) 895-4650

¹ 47 U.S.C. § 214.

² 47 CFR § 63.04.

Matthew Simpson ("Transferor")
8641 Glenturret Drive
Ovilla, TX 75154
Telephone: (214) 586-0007
US Citizen

Brian Cox ("Transferee")
11121 Highway 70
Suite 202
Arlington, TN 38002
Telephone: (901) 867-8765
Facsimile: (901) 758-4511
US Citizen

- (2) The Company is a corporation organized under the laws of the State of Texas. Transferor is an individual residing within the State of Texas. Transferee is an individual residing within the State of Tennessee.
- (3) Correspondence concerning this Application should be sent to:

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007-4752
Phone (269) 381-8844
Fax (269) 381-8822

With copies to:

Matthew Simpson
P.O. Box 2116
Red Oak, TX 75154
Telephone: (214) 586-0007

- (4) Following consummation of the transfer of control of the Company, Transferee will hold the ownership interests in the Company. The following individuals will hold 10 percent or more of the ownership interest in the Company as a result of their ownership interests in Company:

Brian Cox
11121 Highway 70
Suite 202
Arlington, TN 3800
Ownership: 100%
Principal Business: Telecommunications.
U.S. Citizen

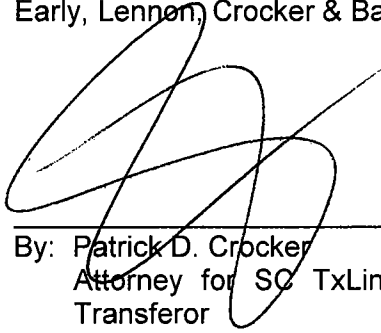
- (5) As evidenced by the signatures to this Application, the Parties certify that no party to this Application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (6) The transaction is the sale of all the membership interests of the Company by the Transferor to Transferee. The present intent of Transferee is to continue the Company name, personnel, operations, services and prices as they currently exist. Changes may be made in the future if determined to be necessary or appropriate. Customers of the Company will continue to receive quality service and reasonable prices. The Company will continue to operate as a non-dominant carrier non-facilities-based carrier.
- (7) The Company is a non-facilities-based non-dominant carrier that offers intrastate and interstate long distance services through the resale of purchased services from various facilities-based carriers. The Company is authorized through blanket authority by the FCC to offer domestic interstate telecommunication services originating in fifty (50) states and the District of Columbia as a non-dominant carrier. In addition, the Company has authority to provide intrastate service in New York and Texas. Transferee owns over 10% of BLC Management LLC d/b/a Angles Communications Solutions d/b/a Mexicall Communications ("Angles") (FRN number 0010303527). Angles is authorized to provide intrastate telecommunication services in Florida, Kentucky, Mississippi and Tennessee. Angles is a non-facilities-based non-dominant carrier. Transferee also owns over 10% of Dialtone & More, Inc. (FRN number 0012612206). Dialtone & More, Inc. is authorized to provide intrastate telecommunication services in Florida, Georgia, Kentucky, Mississippi, South Carolina and Tennessee. Dialtone & More, Inc. is a non-facilities-based non-dominant carrier.
- (8) The streamlined processing procedures set forth in Section 63.03 of the Commission's Rules are presumed to apply to this Application because this Application satisfies the criteria set forth in Section 63.03(b)(1). The Transferee is not a telecommunications services provider. Furthermore, Transferee's only involvement with telecommunications carriers includes non-facilities based carriers. As indicated above, SC TxLink, Dialtone & More, Inc. and Angles are all non-facilities based non-dominant carriers.
- (9) A Section 63.24 international transfer of control application is not being filed concurrently with the submission of this Application as the Company does not have international authority.
- (10) The Parties are not requesting special consideration because one or more of the Parties is facing imminent business failure.
- (11) No separately filed waiver requests are being sought in connection with the proposed transaction.
- (12) Grant of the Application will serve the public interest because by Transferee brings qualified management and the possibility of additional capital to the Company to allow access to newer products and continued quality services at reasonable prices. Grant of this Application will allow the Transferor to exit this type of telecommunications business in an orderly fashion. At the same time, no,

anticompetitive effects will result from the grant of this Application. The Company will continue to provide high-quality communications services to its customers without interruption and without immediate change in rates, terms or conditions. No competitors are eliminated as a result of the sale of the Company's membership interests to the Transferee.

For the foregoing reasons, the Parties respectfully request that the Commission grant this Application for consent to the transfer of the Company as expeditiously as possible.

Respectfully submitted,

Early, Lennon, Crocker & Bartosiewicz, PLC

A handwritten signature in black ink, appearing to be 'Patrick D. Crocker', is written over a horizontal line. The signature is stylized with large loops and a long horizontal stroke extending to the right.

By: Patrick D. Crocker
Attorney for SC TxLink, LLC, Transferee &
Transferor